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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

PLANNED PARENTHOOD FEDERATION
 OF AMERICA, INC., et al.,

Plaintiff,

vs.

CENTER FOR MEDICAL PROGRESS, et
 al.,

Defendants.

Case No. 3:16-cv-00236-WHO

**DECLARATION OF AMY L. BOMSE IN
 SUPPORT OF PLAINTIFFS' MOTION
 FOR ATTORNEYS' FEES AND NON-
 STATUTORY COSTS**

Date: November 18, 2020
 Time: 2:00 p.m.
 Place: Courtroom 2, 17th Floor
 Judge: Hon. William H. Orrick

1 I, AMY L. BOMSE, declare:

2 1. I am a shareholder at the firm of Rogers Joseph O'Donnell P.C. ("RJO"),
3 and one of the counsel of record for Plaintiffs in the above-entitled action. I have personal
4 knowledge of the facts stated in this declaration and, if called as a witness, I could and would
5 testify competently to them.

6 2. I obtained my bachelor degree *magna cum laude* from Yale University in
7 1989. I received my law degree from Duke Law School in 2001 and served as executive editor of
8 the *Duke Law Journal*. I simultaneously obtained a Master's Degree in English Literature.
9 While in law school, I worked for the Department of Justice Antitrust Division and the Federal
10 Trade Commission. Following law school, I began work as an associate at Howard Rice
11 Nemerovski Falk & Rabkin. I was elected a shareholder of that firm in 2011 and was a partner at
12 Arnold & Porter Kaye Scholer ("A&P"), or its predecessor firms, from 2012 through mid-2019.
13 In 2019, I joined RJO as a shareholder. My practice focuses on business litigation and civil
14 rights.

15 3. My civil rights experience includes representing the NAACP and several
16 other minority-rights organizations in filing amicus briefs in support of voting rights in the Ninth
17 Circuit and the Supreme Court. I represented the City and County of San Francisco in
18 challenging the statutes that limited marriage to opposite-sex couples. I represented homeless
19 individuals in Fresno over the destruction of campsites and personal property in collaboration
20 with Central California Legal Services. I have also represented illegal immigrants in challenging
21 deportation orders. I successfully argued an appeal in the Ninth Circuit of a deportation order of
22 a Kenyan political activist who fled the country after being imprisoned by his political opponents.

23 4. I am an experienced trial lawyer. Prior to the instant case, I played a lead
24 role (first or second chair) in seven jury trials and have been counsel in numerous non-jury trials
25 and arbitrations.

26 **A. General Summary Of Fees Sought And Method Of Tracking Attorney Fees.**

27 5. From 2015 through mid-2019, Plaintiffs' only outside counsel was A&P.
28

1 In May 2019, I left A&P and joined RJO and continued to represent Plaintiffs alongside my
2 former colleagues at A&P. In addition, to these two firms, in-house counsel for Planned
3 Parenthood Federation of America (“PPFA”) and counsel to three California Planned Parenthood
4 affiliates also worked on this case.

5 6. During the time I worked at A&P, the firm maintained an electronic
6 system for recording and managing time entries and costs incurred for individual matters.
7 Timekeepers were (and I understand continues to be) required to record their time accurately and
8 on a timely basis, providing a description of the work performed. The time sought by this motion
9 is based on the contemporaneous time records prepared by the various attorneys and legal
10 assistants working on this case.

11 7. Likewise, RJO maintains an electronic system for recording and managing
12 time entries and costs incurred for individual matters. It is my practice to timely record my time
13 and tasks on a matter in the firm’s electronic billing system and I followed that practice with
14 respect to my time entries for this case. All statements in this declaration concerning my personal
15 time spent on various phases of the case are based on my review of time summaries prepared by
16 A&P’s or RJO’s accounting departments, which reflect the hours I entered into the billing system
17 on a contemporaneous basis.

18 8. My standard hourly rate at A&P in 2016 was \$750; in 2017, \$790; in 2018,
19 \$840; in 2019, \$925. At RJO, my standard hourly rate is \$675.

20 9. In addition to the A&P and RJO outside counsel, through this motion
21 Plaintiffs are seeking to recover legal fees of two in-house attorneys: Mai Ratakonda, a Senior
22 Staff Attorney in the Public Policy, Litigation, and Law (“PPL&L”) department at Planned
23 Parenthood Federation of America (“PPFA”) and Beth Parker, who was counsel to various
24 California Planned Parenthood affiliates in various capacities throughout the litigation and was
25 instrumental in securing outside counsel and interfacing between outside counsel and the
26 California affiliates.

27 10. The bills prepared for Planned Parenthood based on the attorneys and legal
28

1 assistants' entries indicate that from September 2015 through September 4, 2020, more than 130
 2 attorneys worked on the case and 22 attorneys spent more than 250 hours on the case. For
 3 purposes of this motion, however, Plaintiffs have limited the fees they are seeking to the core
 4 team through trial of ten attorneys (Amy Bomse, Sharon Mayo, Jeremy Kamras, Steven Mayer,
 5 Rhonda Trotter, Oscar Ramallo, Diana Sterk, Meghan Martin, Matthew Diton, and Arielle
 6 Feldshon) and two legal assistants (Kinson Yee and Jerome Ferrer) in addition to two key in-
 7 house attorneys (Ms. Ratakonda and Ms. Parker).

8 11. After reviewing the time spent by these attorneys, in the exercise of billing
 9 judgment, Plaintiffs are seeking to recover the fees incurred attributable to **19,897.8** hours spent
 10 by the A&P attorneys and legal assistants. In addition, Plaintiffs are also seeking to recover the
 11 fees incurred for my time at RJO, which amounts to **1142** hours (again, after the exercise of
 12 billing judgment). Finally, Plaintiffs' in-house counsel (Ms. Ratakonda and Ms. Parker) spent
 13 **1329.15** hours on this matter, for which Plaintiffs are seeking to recover.

14 12. In total, the twelve attorneys and two paralegals worked a total of
 15 **21,226.95** hours on this case, representing **\$18,398,453.00** in attorneys' fees at current market
 16 rates and **\$15,959,319.00** at historic rates. For the purposes of this motion we have reduced the
 17 fees sought by 25%, to account for any potential inefficiency or duplication, in addition to
 18 reductions already made by individual time-keepers in the exercise of billing judgment. A full
 19 accounting of the hours and total fees sought is attached to this Declaration at Exhibit A.

20 13. In order to demonstrate the reasonableness of the fees sought, we have
 21 grouped the billing entries into nine phases that correspond to the various stages of Plaintiffs'
 22 litigation efforts. These phases are as follows: (1) preparation of the Complaint and work
 23 successfully defeating in the trial court the pleadings motions filed by Defendants; (2)
 24 Defendants' unsuccessful interlocutory appeal from this Court's denial of their anti-SLAPP
 25 motions; (3) pre-trial discovery; (4) Defendants' unsuccessful motion to disqualify the Court and
 26 the mandamus proceeding related thereto; (5) the parties' cross-motions for summary judgment;
 27 (6) preparation for trial; (7) trial; (8) post-trial proceedings on the merits, including Plaintiffs'
 28

1 successful efforts to obtain injunctive relief and defeat Defendants' post-trial motions; and (9)
 2 work on this fee motion through September 4, 2020. For each of these phases, I shall describe
 3 the work that was done, who did it, and the total fees incurred. Plaintiffs will submit
 4 supplemental declaration(s) addressing additional fees incurred in connection with this motion
 5 after September 4, 2020.

6 **II. PHASE ONE: PRE-COMPLAINT ANALYSIS, DRAFTING AND RESPONDING** 7 **TO PLEADINGS MOTIONS**

8 14. In the fall of 2015, Plaintiffs retained A&P to represent them *pro bono* to
 9 bring claims against the individuals and entities behind an extensive fraudulent scheme involving
 10 infiltration of conferences and health centers. The initial team consisted of me, Sharon Mayo, Jee
 11 Young You, and several associates.

12 15. Our first task was to gather the facts, analyze potential claims and draft the
 13 complaint. This was a lengthy and complicated task because Defendants' misconduct occurred in
 14 multiple states, violated numerous state and federal statutes, and gave rise to several common law
 15 torts. As a result, the original complaint asserted fourteen claims for relief, including violation of
 16 RICO, federal and state wiretapping statutes, breach of contract, trespass, fraud, invasion of
 17 privacy and civil conspiracy. We brought the lawsuit initially on behalf of Planned Parenthood
 18 Federation of America and all seven California Planned Parenthood affiliates.

19 16. The original complaint was filed on January 14, 2016. Several months
 20 later, we amended the complaint to add Planned Parenthood of the Rocky Mountains and Planned
 21 Parenthood Gulf Coast ("PPGC") and Planned Parenthood Center for Choice; we also added an
 22 additional cause of action for breach of the PPGC non-disclosure agreement.

23 17. Defendants responded to the amended complaint by filing multiple
 24 pleadings motions. All Defendants other than Merritt filed a 64-page motion to dismiss attacking
 25 all fifteen causes of action as legally deficient on a wide variety of legal theories. Merritt filed a
 26 separate motion to dismiss also attacking all fifteen claims with overlapping but not identical
 27 legal arguments. All Defendants other than Merritt filed an anti-SLAPP motion contending that
 28 Plaintiffs' complaint attacked Defendants' First Amendment activity and was legally deficient for

1 reasons similar to those advanced in their motion to dismiss. Merritt also filed an anti-SLAPP
2 motion which attacked both the sufficiency of the claims and made certain factual arguments.

3 18. The trial team engaged in extensive legal research and drafted lengthy
4 memoranda to address the numerous legal arguments made in Defendants' motions. In addition,
5 since Merritt's anti-SLAPP motion raised several factual issues, we had to prepare and file
6 declarations addressing these issues.

7 19. Argument on the four motions was heard in July 2016. Given the number
8 of issues, Ms. Mayo, Ms. You and I divided the argument.

9 20. After briefing and argument, the Court issued a 56-page order rejecting all
10 of Defendants' arguments and denying all four of their motions.

11 21. *Fees for phase one:* The total time spent on the pleadings phase that
12 Plaintiffs are seeking in the motion is **1034.85** hours. This is compromised principally of my
13 time (265.7 hours) and Ms. Mayo's time (253.6) along with the time of in-house counsel Ms.
14 Parker (324.25). Plaintiffs are not seeking to recover for time spent by Ms. You or any of the
15 associates involved in this phase.

16 22. *My time billed in phase one:* At the outset of the engagement I reviewed a
17 draft complaint that had been prepared by a prior law firm, worked closely with our clients to
18 consider potential claims and the strategic implications of various approaches, revised the draft
19 complaint, and supervised extensive legal research concerning various legal claims and potential
20 defenses to those claims. I billed 80 hours in connection with the initial complaint and a further
21 20 hours related to fact discovery and drafting the amended complaint.

22 23. As noted, Defendants filed extensive pleadings motions. I took a lead role
23 in determining our legal strategy for opposing the motions, supervised the team of several
24 associates who performed most of the research, reviewed that research, and reviewed and edited
25 all drafts. I also worked closely with in-house counsel to integrate their comments and guidance
26 on responding to the extensive motions and I argued substantial portions of the motions. I billed
27 165.7 hours on this work.

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III. PHASE TWO: INTERLOCUTORY APPEAL OF DENIAL OF ANTI-SLAPP

24. Defendants appealed the denial of their anti-SLAPP motions, thus setting in motion a lengthy appellate process that went all the way to the Supreme Court.

25. Work on the appeal began after Defendants filed a 69-page opening brief. In this brief, Defendants contended that this Court had erred in not requiring Plaintiffs to file declarations showing evidentiary support for each of their thirteen state-law causes of action, even though Defendants' anti-SLAPP motion was based largely on the complaint's alleged legal insufficiency. Their brief also attacked each of these thirteen claims as legally invalid.

26. We put together a team to work on the appeal that included Mr. Mayer, an appellate expert, and two associates in the firm's appellate and Supreme Court practice group. Other members of the trial team also contributed to the legal research and drafting. On May 5, 2017, we filed a 74-page brief addressing both the novel legal question of whether Plaintiffs had to show the factual sufficiency of their claims and all of Defendants' myriad attacks on the sufficiency of the state-law claims as pled.

27. The merits brief in the Ninth Circuit was written principally by me (on the state law issues) and jointly by Mr. Mayer and me (on the issue of whether this Court had to require Plaintiffs to make an evidentiary showing). As discussed in more detail below, Mr. Mayer was principally responsible for drafting our responses to the petition for rehearing and rehearing en banc, the motion to stay the mandate, and the opposition to the petition for certiorari.

28. After we filed our brief, Defendants moved to strike a single sentence from our brief and impose sanctions. Plaintiffs were obliged to spend further time addressing this motion. The Ninth Circuit struck the single sentence but rejected Defendants' efforts to have Plaintiffs sanctioned for its inclusion.

29. Defendants also submitted additional purportedly relevant authority after the close of briefing. We analyzed the additional authority and prepared a short letter brief explaining why the new authority was inapposite.

30. We also spent substantial time preparing for the oral argument. We conducted several moot arguments internally as well as a moot with the clients. I argued the

1 appeal in the Ninth Circuit on November 17, 2017.

2 31. After oral argument, the Court issued an order asking the parties to brief
3 the relevance of a new state court of appeal decision on interlocutory appeal. Plaintiffs did so.

4 32. The Ninth Circuit held in Plaintiffs' favor across the board, holding that
5 this Court had properly refused to require Plaintiffs to demonstrate the factual sufficiency of their
6 state-law claims and rejecting all of Defendants' attacks on the legal sufficiency of these claims.

7 33. Defendants then filed a petition for rehearing and rehearing en banc. This
8 petition merited a serious response because a concurring opinion had suggested the need for en
9 banc review on the issue of whether Ninth Circuit should overrule precedent and no longer permit
10 interlocutory appeals from the denial of an anti-SLAPP motion. The appellate team filed an
11 opposition to the rehearing petition explaining why the decision was a poor vehicle to address the
12 issue raised by the concurring opinion and why the decision was consistent with prior Ninth
13 Circuit anti-SLAPP jurisprudence. The Ninth Circuit denied both panel rehearing and rehearing
14 en banc.

15 34. Defendants then sought a stay of the mandate pending disposition of their
16 forthcoming petition for writ of certiorari. Plaintiffs filed an opposition explaining why the
17 petition for certiorari was unlikely to be granted and why the stay would prejudice Plaintiffs. The
18 Ninth Circuit denied the motion.

19 35. Defendants then filed a petition for a writ of certiorari and the Supreme
20 Court requested a response from Plaintiffs. Plaintiffs therefore prepared a brief in opposition to
21 the petition. The Supreme Court denied the petition on April 1, 2019.

22 36. *My time billed in phase two:* I billed over 300 hours to work related to the
23 anti-SLAPP appeal. In the exercise of billing judgment I have written off over eighty hours. I
24 reviewed Defendants' opening brief, conferred with Mr. Mayer, in-house counsel and others
25 within the firm's appellate department concerning the arguments advanced and our response.
26 Two associates in our appellate practice group prepared an initial draft of the brief, which Mr.
27 Mayer and I reviewed and edited, with me taking the lead on the state law issues and Mr. Mayer
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1 focusing on the federal law issue. I spent considerable time preparing for the oral argument
2 because there were so many legal issues raised by the appeal. Throughout the appeal, there were
3 numerous collateral filings. Mr. Mayer took the lead in responding to various letters and
4 motions, but I reviewed all submissions, conferred with Mr. Mayer and kept the client and trial
5 team updated on the status of the appeal.

6 **IV. PHASE THREE: DISCOVERY**

7 37. Defendants moved to stay the entire case pending their appeal of the
8 Court's denial of their anti-SLAPP motions. Plaintiffs prepared an opposition to the motion for a
9 stay, arguing that the Court could and should permit discovery to go forward on the federal
10 claims. The Court denied the motion to stay the federal claims, finding that the interests of
11 justice were "best served by completing as much discovery as possible so that the case can get to
12 trial as quickly as possible once it returns from the Ninth Circuit." ECF 146 at 2. Accordingly,
13 the Court ordered written discovery on the federal claims to proceed while the appeal was
14 pending.

15 38. As a result of this ruling, written discovery lasted from mid-2016 through
16 mid-2019. Defendants took advantage of the time to propound nearly 400 document requests as
17 well as over 100 interrogatories (most propounded on all or multiple plaintiffs) and over 100
18 requests for admission.

19 39. Responding to this number of discovery requests was extremely
20 burdensome and time-consuming. A single set of 10 interrogatories propounded on all ten
21 Plaintiffs required us to work with in-house counsel or other knowledgeable staff at each client,
22 draft separate responses based on the information gathered and obtain verifications from each
23 client. Even then, Defendants were dissatisfied with the responses and after the meet and confer
24 process, we agreed to amend the responses. That required drafting revised responses and
25 obtaining new verifications from ten separate clients. A more detailed description of each phase
26 of discovery follows.

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A. Written Discovery

1. Document Collection and Review.

40. At the outset of the case, Ms. Mayo, Ms. You and I along with two senior associates interviewed executives and in-house counsel for each client to identify key custodians of records. Based on that information, working with a document vendor we initially collected electronic documents from 30 custodians across the ten clients. In all, we collected over a terabyte of electronic data.

41. Based on Defendants' document requests, we developed search terms to identify a universe of potentially responsive documents. We then designed a set of document reviewer instructions in order to train the attorneys who would be reviewing the documents to identify responsive documents. A team of contract attorneys managed by A&P attorneys, including Ms. Martin, and a team of A&P staff attorneys were trained and reviewed documents for responsiveness. The contract attorneys billed over 412 hours; the staff attorneys billed over 2500 hours; we only seek fees for the time of staff attorney, Ms. Martin. Over the course of discovery, Plaintiffs produced over 20,000 pages of documents.

42. Document review and production was made more time consuming by the need to protect the identities of non-publicly known members of Plaintiffs' staff. This was necessary due to the long history of harassment of Planned Parenthood staff by anti-abortion activists such as Defendants, which the Court recognized and, on that basis, permitted the use of DOEs. At Defendants' insistence, Plaintiff were required to greatly expand the number of individuals receiving an individual DOE identifier (rather than mere redaction). Ultimately, Plaintiffs created 1094 unique DOE identifiers and redacted virtually every document by replacing names with DOE identifiers in order to the protect the identities of Planned Parenthood and Planned Parenthood vendors' staff members.

43. In addition to collecting electronic documents, attorneys interviewed Plaintiffs' staff to ensure that our record collection was complete and to identify additional documents that could not be effectively located through electronic searches. For example, to locate the hard copy documents evidencing Plaintiffs' security expenses incurred as result of

1 Defendants' infiltration and targeting, Ms. You, working with several associates, interviewed key
2 employees, including the heads of security, chief financial executives, and chief operations
3 officers, and assembled the evidence—invoices, contracts, emails—of Plaintiffs' expenditures.

4 44. We also drafted document requests and interrogatories to further develop
5 the factual record and reviewed and analyzed Defendants' responses and brought motions
6 challenging Defendants' deficient responses to document requests and interrogatories.

7 45. One of the most significant discovery projects was the team's review,
8 logging, and analysis of over 600 hours of illegally recorded videotapes from the NAF and PPFA
9 conferences and the Planned Parenthood health centers that Defendants invaded. To review this
10 enormous amount of data and identify evidence in support of our case, Matt Diton, an associate,
11 developed a reviewer template. Over thirty lawyers reviewed portions of the recordings and took
12 notes using the template. These notes were then assembled into a large database that allowed us
13 to identify clips to use at deposition and trial. Plaintiffs are not seeking fees for the work of the
14 attorneys who conducted this review other than Mr. Diton and Ms. Feldshon, who were the
15 supervisors.

16 2. Third Party Discovery.

17 46. Defendants also served third party subpoenas on tissue procurement
18 companies and university researchers that contracted with certain Planned Parenthood affiliates.
19 We provided information about the case and ongoing discovery disputes to these third parties and
20 reviewed documents third parties produced. A particularly time consuming issue (relative to the
21 other third party subpoenas) concerned Defendants' efforts to subpoena the financial records of
22 Planned Parenthood of the Pacific Southwest ("PPPSW") through its bank. In order to protect its
23 financial privacy, PPPSW was required to intervene and agree to review the bank's documents
24 and produce responsive material. When it turned out the documents Defendants' sought did not
25 exist, Defendants baselessly refused to accept PPPSW's explanation and refiled their motion to
26 compel against the bank.

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B. Written Discovery: Motion Practice

47. Discovery was hotly contested in every respect, from questions of relevance to the appropriateness of confidentiality designations and use of DOE identifiers for Plaintiffs' staff. The parties brought at least 30 discovery motions, the vast majority of which were brought by Defendants and which were denied by Magistrate Judge Ryu, who was assigned to hear discovery disputes. Defendants regularly challenged Judge Ryu's orders. These challenges were uniformly rejected by this Court. Nonetheless, Defendants' practice of "appealing" discovery orders significantly increased the amount of discovery motion practice throughout the case.

1. Defendants Refused To Produce Documents Concerning The Human Capital Project On Relevance Grounds And, In A Second Round Of Briefing, Asserted First Amendment Privilege; The Court Granted Plaintiffs' Motion To Compel.

48. In response to Plaintiffs' document requests, CMP/BioMax and Daleiden initially produced only 300 documents, nearly all of which were already in Plaintiffs' possession because they were communications Defendants had sent to Plaintiffs' staff as part of their fraudulent scheme. Defendants refused to produce communications among the Defendants and others working on the fraudulent scheme regarding investigating Planned Parenthood and took the position that only documents that involved specific logistical plans to infiltrate a particular PPFA conference or affiliate health center were discoverable. Plaintiffs were therefore forced to file a motion to compel.

49. At the hearing, Magistrate Judge Ryu rejected Defendants' relevance objection. Defendants then pivoted to a new position that the documents in question were protected by various First Amendment privileges. Because Defendants had failed to brief that assertion previously, Judge Ryu gave Defendants a new opportunity to do so. In response to this brief, we researched and briefed the parameters of the various First Amendment protections and explained why they did not defeat our discovery demands. Judge Ryu granted our motion. The documents Defendants were forced to produce became critical evidence concerning their motives and tactics.

2. **Defendants Repeatedly Sought To Use Civil Discovery To Attempt To Substantiate Their Irrelevant Claims Against Planned Parenthood, Thus Forcing Plaintiffs To Oppose Multiple Motions To Compel**

50. Defendants sought to use civil discovery to attempt to substantiate their irrelevant claims that Planned Parenthood was profiting from the sale of fetal tissue and engaging in illegal abortion procedures. Responding to their overly broad, unduly burdensome and frequently entirely irrelevant discovery was time-consuming: the legal team spent time drafting objections to improper and duplicative requests, meeting and conferring over those objections, and briefing opposition to motions to compel and subsequent meritless challenges to Judge Ryu's orders denying the motions. Even after Judge Ryu and this Court repeatedly affirmed that extensive discovery concerning fetal tissue donation and abortion procedure was impermissible, Defendants sought the same information through depositions, setting the stage for further rounds of discovery motion practice.

a. **Defendants' First Motion To Compel Further Responses To Interrogatories Concerning "Profit" From Fetal Tissue Was Largely Denied.**

51. Defendants' first motion to compel fetal tissue-related discovery concerned certain interrogatory responses. Plaintiffs objected on relevance and burden grounds. Defendants brought a motion to compel via the Court's informal discovery process. Plaintiffs researched and drafted their portion of the five-page letter, and prepared for and appeared at oral argument. At the hearing, the parties cited certain evidence from Defendants' surreptitiously-obtained video recordings. Judge Ryu requested the parties to submit certain specifically-identified materials, but warned the parties to submit only the specific items she requested. Defendants blatantly ignored her instruction and produced a new video composed of various edited snippets designed to further Defendants' irrelevant claims about Planned Parenthood. Plaintiffs objected to the submission in a letter to Defendants, which Defendants ignored, and then in a letter to the Court. Judge Ryu agreed that the materials were beyond what she had ordered and refused to review them for her ruling.

52. Judge Ryu broadly rejected Defendants' arguments and refused to require Plaintiffs to provide the extensive information about fetal tissue programs Defendants sought.

1 Defendants filed objections to Judge Ryu's order and this Court ordered Plaintiffs to respond to
 2 the objections. To respond, we researched the applicable legal standard and explained that
 3 Defendants had failed to meet (or even address) that standard. The Court affirmed Judge Ryu's
 4 order.

5 b. **Judge Ryu Rejected Defendants' Second Motion To Compel**
 6 **Documents Related To Fetal Tissue Donation And Abortion**
 7 **Practices As Confusing, Convoluted And In Violation Of**
 Various Local Rules.

8 53. Defendants then sought leave to depart from the Court's streamlined
 9 discovery process to file a more extensive motion to compel documents relating to fetal tissue
 10 donation and abortion procedures. The Court permitted Defendants to do so. Defendants filed a
 11 15-page motion to compel against Planned Parenthood (and third parties Advanced Biosciences
 12 Resources and the Regents of the University of California). The motion was accompanied by a
 13 167-page purported separate statement, two declarations and 390 pages of exhibits. Senior
 14 associate Ms. Sterk took the lead in preparing Plaintiffs' response to the opposition and separate
 15 statement.

16 54. Judge Ryu found that Defendants' motion violated the local rules by
 17 failing to address proportionality and exceeding page limits by including argument in the separate
 18 statement. Instead of denying the motion, however, in the interests of justice she offered
 19 Defendants' an opportunity to try again "even though a new motion will likely impose a burden
 20 on Plaintiffs for which they bear little responsibility." ECF 352 at 3.

21 c. **Defendants' Renewed Second Chance Motion To Compel,**
 22 **Which Plaintiffs Opposed, Was Largely Denied.**

23 55. Defendants then filed a new motion to compel, which Plaintiffs opposed
 24 and which Judge Ryu largely denied. ECF 442 at 6 ("Defendants' renewed second chance
 25 motion does not comply with the Local Rules or the court's explicit instructions."). Defendants
 26 filed objections to Judge Ryu's order and this Court ordered Plaintiffs to respond. Plaintiffs did
 27 so, and the Court affirmed Judge Ryu's order. ECF 466.

28 56. In addition to those described above, the parties filed numerous additional

1 discovery disputes concerning document production, use of confidentiality designation and
2 further interrogatory responses. See e.g. joint letter re amending protective order and allowing
3 redaction without DOE identifiers [ECF 163]; omnibus joint letter brief re seventeen discovery
4 disputes [ECF 166]; joint letter brief re plaintiffs' use of AEO designation [ECF 203]; joint letter
5 brief re Defendants' designation of materials as outside-counsel eyes-only [ECF 311]; and joint
6 letter brief re Defendants' motion to compel production of additional security reports [ECF 560].

7 57. One particular series of motions that demonstrates how Defendants'
8 litigation strategy unnecessarily expanded the work required to complete discovery involved
9 challenges to Defendants' privilege log. In the fall of 2018, Plaintiffs pressed Defendants on
10 their deficient privilege log, which contained more than 2,500 entries—an enormous number in
11 light of the fact that CMP had produced less than 5,000 documents. For example, few entries
12 reflected that the communications for which Defendants claimed the attorney-client privilege
13 related to legal advice; Defendants attempted to cloak with privilege their communications with
14 donors by analogizing them to “investors” in CMP; and Defendants asserted that scores of people
15 were either “employees” of CMP or “CMP lawyers and staff.” In addition, Defendants raised
16 picayune challenges to Plaintiffs' privilege log, while simultaneously delaying providing further
17 information regarding their own improper log entries. The matter came to a head in a November
18 29, 2018 meet and confer, after which Defendants requested that Plaintiffs refrain from
19 presenting the discovery dispute to Judge Ryu for a week while they re-reviewed their
20 documents. Plaintiffs declined, and sent over a draft of the joint discovery letter. Rather than
21 using the week to re-review their documents, Defendants spent the week drafting *three separate*
22 *unilateral discovery letters* to Judge Ryu regarding Plaintiffs' privilege log, in a proverbial “race
23 to the courthouse.”

24 58. Judge Ryu was not pleased, and ordered the parties to meet and confer and
25 set a briefing schedule for cross-motions over the Christmas and New Year holidays. ECF 372.
26 The briefing resulted in two orders that Defendants submit to Judge Ryu a substantial number of
27 documents for *in camera* review. ECF 459, 540. Following a hearing on February 14, 2019 and
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1 her *in camera* review, Judge Ryu issued a series of orders finding that scores of Defendants'
2 documents should not have been withheld for privilege, and collectively ordering Defendants to
3 produce to Plaintiffs over 200 previously logged documents. ECF 473, 537, 538 and 577. Judge
4 Ryu denied very nearly all of Defendants' challenges to Plaintiffs' privilege log. ECF 473, 576.
5 Ms. Mayo took the lead on these privilege log issues with assistance from Ms. Martin.

6 **C. Depositions.**

7 59. Depositions of the parties' fact witnesses began in February 2019 and
8 lasted through trial. In all, the parties took 52 depositions in North Carolina, Washington D.C.,
9 Philadelphia, Chicago, Seattle, San Diego, Los Angeles and the Bay Area. Defendants sought a
10 corporate deposition for each of the ten Plaintiffs and designated extremely broad 30(b)(6) topics.
11 Defendants also took the deposition of another nine Planned Parenthood doctors and medical
12 staff. Plaintiffs deposed the five individual defendants as well as Center For Medical Progress's
13 principal funders, its video editor, its social media coordinator, two of the undercover actors, and
14 two public relations consultants who worked for Defendants. Plaintiffs also deposed CMP's
15 corporate representative. Defendants designated David Daleiden as CMP's corporate
16 representative but insisted that his deposition in his individual and representative capacity be
17 limited to a single seven-hour day. Plaintiffs were forced to go to the Magistrate Judge to obtain
18 an order that Daleiden appear for a separate full day in each capacity.

19 60. Another time consuming aspect of this case was reviewing deposition
20 transcripts for confidentiality to ensure sensitive security information, testimony covered by the
21 protective order, and Planned Parenthood employees and staff names were designated
22 appropriately to protect that testimony from being publicly filed or released on the internet by
23 Defendants. Ms. Martin managed a team of associates and staff attorneys and associates to
24 conduct the confidentiality review.

25 61. A chart identifying the attorneys who took, defended and otherwise were
26 involved in the deposition preparation is attached as Exhibit B.

27 62. **Deposition Preparation for Plaintiffs' Witnesses:** For every designated
28

1 30(b)(6) witness, we worked with the clients to identify the appropriate corporate representative,
2 ran searches through the produced documents to identify relevant documents, reviewed and
3 analyzed the documents, and prepared witness outlines to use in preparing the witnesses. The
4 assigned attorney(s) met with the witness telephonically at least once and for a full day of witness
5 preparation prior to each deposition. For PPFA, because of the breadth of the topics propounded
6 by Defendants, we were required to present four separate 30(b)(6) witnesses.

7 63. **Protective Order:** Despite the denial of their motions to compel seeking
8 irrelevant information concerning fetal tissue programs and other asserted illegal conduct,
9 Defendants attempted to discover the same information through depositions. Plaintiffs were
10 therefore forced to file a motion for a protective order, which Judge Ryu granted. Defendants
11 filed objections to Judge Ryu's order, to which Plaintiffs were required to respond. This Court
12 affirmed the protective order. ECF 534.

13 64. During depositions, Defendants brought multiple further discovery motions
14 seeking further time, contending that various witnesses were unprepared, and that Plaintiffs'
15 counsel improperly instructed witnesses not to answer or made other improper objections. See
16 e.g. ECF 617 (Defendants' motion to compel seeking (1) further deposition time due to alleged
17 improper speaking objections and instructions not to answer compel and (2) further deposition of
18 PPRM and PPGC on the subject of placental tissue research.) Plaintiffs were required to spend
19 considerable time addressing these motions. With minor exceptions, Judge Ryu denied all of
20 Defendants' deposition-related discovery motions and this Court affirmed all of Judge Ryu's
21 rulings rejecting Defendants' motions.

22 **D. Expert Discovery**

23 65. We considered this case to be a largely fact-driven case without a
24 significant expert component. However, we identified one area in which we believed expert
25 testimony was necessary: the history of anti-abortion harassment. We interviewed several
26 candidates, and retained Professor David Cohen, an expert in the field. We worked with
27 Professor Cohen to develop his opinions and provide materials required for his expert report.
28

1 66. Defendants identified six experts: an accountant with purported expertise
2 in whether Plaintiffs' profited from the sale of fetal tissue (an issue this Court ultimately ruled
3 was a legal issue, not an accounting issue and, in any event, irrelevant), an IT expert to testify
4 about a system-wide hack of Planned Parenthood tied to Defendants' video scheme, two security
5 experts and two medical doctors to opine on abortion-related topics (which this Court ultimately
6 ruled were irrelevant to any issue in the case).

7 67. After receiving Defendants' disclosures and reports, we identified areas in
8 which we believed rebuttal expert testimony was needed, engaged in a search process to retain
9 rebuttal experts, and assisted them in developing their opinions and expert reports. We
10 designated four rebuttal experts: an accounting professor to rebut the opinions relating to Planned
11 Parenthood's alleged "profiting" from fetal tissue donation, a medical expert to rebut Defendants'
12 medical experts' opinions, a physical security expert and a computer security expert. We then
13 deposed all of Defendants' experts and prepared and defended the depositions of our experts. *See*
14 Exhibit B.

15 68. Here too, there was time-consuming motion practice. Defendants sought
16 to designate a "rebuttal" damages expert even though Plaintiffs did not designate a damages
17 expert and thus there was nothing to rebut. Defendants filed a motion to exclude Plaintiffs from
18 offering percipient witness testimony about damages and to belatedly designate their damages
19 expert. Plaintiffs prepared and filed an opposition distinguishing Defendants' authority on the
20 necessity of expert testimony. The Court denied Defendants' motion to exclude but allowed
21 Defendants' late designation.

22 **E. My Discovery-Related Hours.**

23 69. As the team leader, I supervised our entire team through the discovery
24 phase. In 2016, I billed 318.8 hours for discovery related work. To keep our team well-
25 coordinated, we had weekly team meetings. I prepared agendas for those meetings and assigned
26 associates to various discovery-related tasks and reviewed their progress. I interfaced with our
27 ten clients concerning initial disclosures, drafted initial disclosures and our initial case
28

1 management conference statement, and conferred with opposing counsel. I devoted substantial
2 time to negotiating with opposing counsel concerning the protective order for the case. When we
3 were unable to reach an agreement with opposing counsel, I assisted in drafting an informal
4 motion advocating for a protective order that would protect the privacy and interests of Planned
5 Parenthood, which the Court largely adopted. I reviewed and edited our discovery responses and
6 reviewed and edited our affirmative discovery.

7 70. In fall 2016, the parties exchanged the first sets of documents. I supervised
8 our review and analysis of Defendants' initial production. I engaged in multiple meet and confer
9 calls with Defendants concerning the scope of discovery. By October 2016, the parties were at
10 loggerheads over numerous discovery issues and filed an omnibus discovery dispute letter to the
11 court that contained briefing on multiple discovery disputes. I drafted and/or edited Plaintiffs'
12 submission regarding each of those disputes. In addition, in 2016, we subpoenaed documents
13 from NAF. Defendants moved to quash that subpoena and we opposed that motion. I supervised
14 the research and drafting of our successful opposition.

15 71. In 2017, I billed 343.2 hours to discovery related tasks. As with 2016, I
16 spent significant time supervising our large team, preparing for and leading weekly team and
17 following up with team members. I participated in extensive meet and confer conferences
18 concerning (1) the appropriate scope of discovery and whether and to what extent Defendants'
19 were entitled to discovery relating to Plaintiffs' fetal tissue donation programs, (2) ESI search
20 terms, and (3) Defendants' complaints about Plaintiffs' use of confidentiality designations and
21 DOE identifiers. I drafted or edited numerous informal discovery motions. I worked closely
22 with the client on key strategy issues.

23 72. I billed 788.9 hours to discovery related work in 2018; I have written off
24 200 hours in an exercise of billing judgment. A significant portion of my 2018 hours relate to
25 hard-fought discovery motions including Plaintiffs' motion to compel, which I was heavily
26 involved in drafting and argued, and Plaintiffs' opposition to Defendants' three motions to
27 compel, all of which I also either drafted or edited and argued. Because these discovery motions
28

1 concerned Defendants' efforts to obtain sensitive client information, I worked closely with senior
2 executives and in-house attorneys for the clients and also spent substantial time conferring
3 internally with senior attorneys, particularly Mr. Kamras. I also was heavily involved in briefing
4 and argument concerning Plaintiffs' use of DOE identifiers, AEO designations and security
5 redactions. I met with representatives of defense counsel for a full day to allow them to review
6 security redactions and then engaged in extensive follow up conversations about remaining
7 disputed redactions.

8 73. In 2018, I also supervised and was heavily involved in a time-consuming
9 process to identify the specific out-of-pocket damages suffered by our 10 clients, and to assemble
10 the supporting documentation.

11 74. In 2018, we also recruited two additional senior associates due to
12 departures and the increasing demands of the case. I was involved in educating these new
13 attorneys about the case and ensuring that tasks were transitioned appropriately.

14 75. I billed 161.5 hours to discovery related tasks in 2019, a significant portion
15 of which related to preparing, defending or taking depositions, meeting and conferring with
16 opposing counsel concerning depositions and motion practice related to depositions. I
17 participated in preparing many of our 30(b)(6) witnesses including the corporate witnesses for
18 PPNorCal, PPPSW and PPRM and PPFA. I prepared and defended the deposition of Dr. Mary
19 Gatter, one of Defendants' principal targets and a key witness, and Deborah VanDerhei, the
20 former head of PPFA's Consortium of Abortion Providers. I also took the depositions of Ryan
21 Gonzalez, CMP's video editor and Philip Cronin, who acted as the agent for service of process
22 for CMP's front company, BioMax and who provided critical testimony about Defendants'
23 misuse of his identity.

24 76. In expert discovery, I took the lead in our search for an expert on abortion-
25 related violence and harassment, retained Plaintiffs' expert, David Cohen, assisted him in
26 preparing his report, which included providing materials and reviewing drafts. I then prepared
27 Mr. Cohen for his expert deposition and defended him at his deposition. I was also closely
28

1 involved in expert-related discovery concerning Defendants' attempt to establish through expert
2 testimony that Plaintiffs who facilitated their patients' choice to donate fetal tissue had profited
3 from this program. I deposed Defendants' expert on this topic. I then took the lead in identifying
4 an economist to rebut Defendants' expert, Dr. Elizabeth Eccher, assisted her in developing her
5 opinions and prepared and defended her deposition. I also took the deposition of Defendants'
6 medical expert, Dr. Forrest Smith, and Defendants' expert, Paul Zimmer. I worked closely with
7 Mr. Kamras in preparing our damages expert, Greg Regan, for deposition.

8 **V. PHASE FOUR: MOTION TO DISQUALIFY JUDGE ORRICK**

9 77. In June 2017, 17 months into the case (and over two years into the parallel
10 NAF case), Daleiden filed a motion to disqualify Judge Orrick in the NAF and Planned
11 Parenthood cases. The motion claimed that the Court was biased in favor of Plaintiffs and
12 against Defendants in part because the Court had many years earlier sat on the board of a
13 charitable organization that housed a health center operated by Planned Parenthood Northern
14 California ("PPNorCal").

15 78. Given the advanced stage of the case and Judge Orrick's extensive
16 familiarity with the facts, legal issues and procedural history, disqualification threatened to
17 impose significant prejudicial delay. Accordingly, Plaintiffs opposed the disqualification motion.
18 In preparing the opposition, our attorneys worked closely with PPNorCal's staff and the
19 executive staff of Good Samaritan, the charitable organization on whose board Judge Orrick had
20 served, to learn the history of the relationship (if any) between the affiliate and the charitable
21 organization, including the role of the board (or lack thereof) in that relationship. Based on that
22 work, we filed a motion and supporting declaration establishing that PPNorCal had only a
23 professional contractual relationship with Good Samaritan, not a partnership as Defendants
24 asserted.

25 79. The motion to disqualify Judge Orrick from the NAF case was heard first
26 and denied by Judge Donato, who was randomly assigned after Judge Orrick referred the motion
27 to another judge. Although the issues were virtually identical in the two cases, Defendants
28

insisted that there be a second round of briefing concerning their identical motion in the Planned Parenthood case. After the second round of briefing, Judge Donato denied the motion to disqualify and held that the sole distinction between NAF and Planned Parenthood—the presence of a Planned Parenthood affiliate that had a relationship with a charitable organization on whose board Judge Orrick had once served was based on a “conclusory characterization” and exaggeration of Judge Orrick’s relationship with the affiliate.

80. Defendants filed a petition for writ of mandamus in the Ninth Circuit asserting that the denial of Defendants’ motion to disqualify was clearly erroneous. The Court of Appeals ordered Plaintiffs to file a response to the petition. The opposition was principally draft by appellate specialist Mr. Mayer, with assistance from myself and a senior associate. Case 17-73313, ECF 14. The Ninth Circuit denied the petition summarily. *Id.*, ECF 17.

81. Plaintiffs are seeking attorney’s fees for 129 hours relating to opposition to Defendants’ motion to disqualify the Court and related writ. Mr. Kamras and I were principally involved in investigating the facts relating to Defendants’ motion and drafting the successful opposition brief in the trial court. Mr. Mayer was principally in charge of successfully responding to Defendants’ writ petition.

VI. PHASE FIVE: SUMMARY JUDGMENT

82. In December 2018, before a single deposition was taken and while key discovery disputes were pending, Defendant Rhomberg filed a motion for summary judgment arguing that Plaintiffs could not establish proximately-caused damages as a matter of law. We drafted an opposition to the motion and arguing, *inter alia*, that the motion was premature. The Court agreed and denied the motion.

83. In May 2019, Defendants filed six separate summary judgment motions (representing 144 pages of argument) and a *Summary Judgment Style Anti-SLAPP Motion*. Defendants also filed more than 1600 pages of evidence in support of their seven motions along with a Daleiden Declaration supported by another 1600 pages of supporting materials. Plaintiffs filed a consolidated 88-page opposition to Defendants’ motions for summary judgment and a

1 separate opposition to Defendants' *Summary Judgment Style Anti-SLAPP Motion*.

2 84. Plaintiffs' filed a motion for summary judgment seeking summary
3 judgment on their trespass, fraud, unfair competition and breach of contract claims. Plaintiffs
4 also sought partial summary judgment on the predicate offense element of their RICO claim.
5 Finally, Plaintiffs sought summary judgment on Defendants' affirmative defenses.

6 85. Oral argument on the motions was held on July 17, 2019.

7 86. The Court entered its order on the motions for summary judgment on
8 August 23, 2019. The Court's order was 137 pages in length.

9 87. Attorneys and staff spent 1810.4 hours on the summary judgment phase of
10 the case, which, as noted above, involved eight dispositive motions. Plaintiffs' affirmative
11 motion for summary judgment was drafted by Ms. Sterk, Mr. Ramallo, Ms. Martin and me.
12 Plaintiffs' opposition to Defendants' motions and their reply memorandum in support of their
13 motion were drafted and/or edited by Mr. Mayer. He assigned a member of the team to draft
14 each individual argument, which he then edited and compiled into the final document. In
15 addition to Mr. Mayer, the team that worked on the summary judgment opposition and reply
16 briefing included me, Mr. Ramallo, Ms. Martin, Mr. Diton, Ms. Sterk, and Ms. Feldshon. Ms.
17 Martin was principally responsible for pulling together and arranging the massive documentation
18 necessary to support the summary judgment briefs.

19 **VII. PHASE SIX: PRE-TRIAL**

20 88. After the briefing and argument on summary judgment was complete, we
21 turned our attention to the extensive trial preparation tasks. These included identifying a jury
22 consulting firm, engaging in a mock jury exercise, drafting the juror questionnaire and voir dire
23 questions, selecting trial exhibits, reviewing Defendants' trial exhibits, selecting witnesses,
24 creating a draft witness order, identifying and preparing 11 evidentiary motions and preparing
25 trial materials, including a statement of the case, preliminary jury instructions and a detailed
26 statement of damages. We engaged in extensive meet and confer with Defendants' counsel to
27 prepare joint submissions and narrow areas of dispute. Attorneys and staff spent 3701.3 hours
28

1 preparing for trial during the pre-trial phase.

2 89. I was involved in all aspect of the pre-trial planning and tasks. I reviewed
3 deposition exhibits and provided input concerning exhibit selection. I also reviewed exhibits
4 included in Defendants' exhibit list and identified those that we would stipulate to admission and
5 identified objections where applicable. I worked with the team to identify potential motions in
6 limine. I drafted motions to exclude Defendants' experts and opposing Defendants' motions to
7 exclude Plaintiffs' experts. I participated in witness selection and preparing our witness order. I
8 participated in strategy sessions concerning case themes, anticipated Defense themes and how we
9 would rebut those. In all, I spent 451.3 hours on pre-trial work.

10 **VIII. PHASE SEVEN: TRIAL**

11 90. The trial spanned six weeks, from the start of October through November
12 15, when the jury rendered its verdict. Plaintiffs' case in chief was presented to the jury for 15.5
13 court days and Plaintiffs put on 23 live witnesses and 6 witnesses via deposition. Attached to this
14 declaration as Exhibit C is a table identifying all witnesses and the individual Plaintiffs' counsel
15 who directed the examination or cross-examination.

16 91. Plaintiffs trial team consisted of five attorneys who presented evidence to
17 the jury and an additional four attorneys who assisted in preparing witnesses, trial exhibits,
18 drafting briefs and letters to the Court, arguing motions and engaging in strategic planning. The
19 trial team was assisted by two paralegals who worked on the case full time for the six-week trial.

20 92. With few exceptions, the trial team worked at least 12-15 hours every day
21 throughout the entire trial period participating in the trial proceedings, drafting examinations,
22 preparing witnesses, assembling evidence, researching legal issues as they emerged, drafting
23 letters and briefs, designating deposition testimony and drafting objections to Defendants'
24 designations, preparing closing argument, preparing and arguing proposed jury instructions and
25 verdict form and a myriad other trial tasks.

26 93. On trial days, the trial team assembled by 7 a.m. at the courthouse to
27 discuss any pending issues. The trial day with the Court began every morning at 7:30 a.m. with a
28

1 pre-jury session to address legal issues. The parties presented evidence from 8:00 a.m. to 1 p.m.
2 followed by strategy sessions, working with witnesses and other trial preparation tasks.

3 94. Throughout the trial, there were continuing legal disputes that required
4 written submissions, research and argument. The majority of the disputes related to Defendants'
5 repeated contention that Plaintiffs had "opened the door" to evidence concerning abortion
6 practices and fetal tissue donation. For example, after only one and one-half witnesses had been
7 presented, Defendant Newman filed a 12-page brief making the "opened the door" argument.
8 Plaintiffs' counsel were required to spend substantial time responding to the arguments in written
9 submissions and preparing for oral argument on this topic.

10 95. Defendants also frequently attempted to introduce objectionable evidence
11 from their secretly recorded videos, necessitating written objections. An example is ECF 874, a
12 letter we submitted objecting to six video clips that Defendants wished to show the jury on
13 relevance and Evidence Code 403 grounds. The Court sustained our objections. Defendants also
14 sought to introduce irrelevant and inflammatory evidence about a collection of fetuses discovered
15 decades ago, which had no connection to Plaintiffs or any issue in the case. After Plaintiffs
16 drafted and filed a motion, the evidence was excluded. ECF 875.

17 96. Another legal issue that consumed substantial resources arose from the
18 assertion by Defendant Newman and two CMP accomplices of their Fifth Amendment right not
19 to testify at deposition. Newman's nearly continuous assertion of the privilege over a seven-hour
20 deposition foreclosed for Plaintiffs an important source of discovery and admissions, and
21 deprived them of critical evidence to use at trial against all Defendants. This resulted in a hard-
22 fought battle beginning at the pretrial conference and continuing through the trial over what
23 adverse inferences, if any, the Court would permit the jury to draw from these Fifth Amendment
24 assertions. The parties submitted multiple rounds of briefing and charts of proposed inferences to
25 be drawn, with citations to the corroborating evidence, culminating in the Court's Final Order on
26 Adverse Inferences. ECF 968. Team members Ms. Mayo, Ms. Sterk, and Ms. Ramallo were
27 principally responsible for the work on this issue.

28

1 97. Plaintiffs are not requesting compensation for time spent attending trial by
2 those attorneys, such as Mr. Mayer, who attended the trial but did not examine witnesses or play
3 a direct role in supporting witness examination. Plaintiffs request compensation only for these
4 attorneys' trial time that concerned drafting materials such as proposed jury instructions and letter
5 briefs on the discovery issues that arose during trial and preparing oral argument for the Court.

6 98. Attorneys and staff devoted 4219.3 hours during the six-week trial phase of
7 the litigation.

8 99. As a member of our trial team, I prepared for and presented the direct
9 examinations of Jenna Tosh, the CEO of PPCCC, Melissa Fowler of NAF, Sheri Bonner, the
10 CEO of PPPSGV, Dr. Mary Gatter, Jeffrey Palmer, the COO of PPGC, Jennifer Castle of PPFA,
11 Michelle Davidson of NAF, and Plaintiffs' expert Professor David Cohen. For each of those
12 witnesses I participated in multiple preparation sessions, reviewed relevant documents and
13 prepared examination outlines. In addition, I conducted the adverse direct examination of
14 Defendant Adrian Lopez, examined third-party witness Perrin Larton of Advanced Bioscience
15 Resources and I conducted the cross-examination of Defendants' statistics expert, Michael New.
16 I participated in trial team strategy sessions throughout the six-week span of the trial, drafted
17 letter briefs on evidentiary issues that arose mid-trial, presented argument to the court on those
18 issue and participated in trial witness prep sessions. Collectively, I spent 305 hours during the
19 trial period.

20 **IX. PHASE EIGHT: POST-TRIAL**

21 100. The jury returned a verdict "overwhelmingly in Plaintiffs' favor on
22 November 15, 2019." ECF 1073 at 1. The jury found all Defendants liable either directly or
23 through conspiracy for trespass, fraud, RICO, violation of three state recording laws and the
24 federal recording law. The jury found Daleiden, BioMax, CMP, Lopez and Merritt liable for
25 breach of contract. The jury found all Defendants but Lopez liable for punitive damages. In
26 total, the jury award in excess of \$2.2 million in compensatory and punitive damages.

27 101. The Court and parties then turned to the equitable portions of the case,
28

1 Plaintiffs' claim under California's Unfair Competition Law ("UCL") and claim for injunctive
2 relief. Plaintiffs prepared two documents: (1) a memorandum addressing the law and facts
3 concerning Defendants' violation of the UCL, Plaintiffs' entitlement to injunctive relief based on
4 the jury verdict, the scope of the injunctive relief, proposed conclusions of law and the specific
5 injunction sought; and (2) a brief setting forth sixty separate findings of fact established by the
6 trial record which formed the basis for Plaintiffs' requested injunctive relief. Each of the sixty
7 findings of fact was supported by citations to the trial record including testimony and admitted
8 evidence. The Findings of Fact were hyperlinked to the evidentiary record so that the Court staff
9 was able to efficiently review the evidence Plaintiffs presented as supporting their proposed
10 Findings.

11 102. In order to prepare these documents, a team of attorneys from the trial team
12 researched the legal issues, identified the findings necessary to support for the relief sought and
13 reviewed the lengthy factual record including the 4,224 page trial transcript and the 285 trial
14 exhibits to identify the evidentiary support for those findings. Mr. Mayer took the lead role in
15 drafting the opening legal memorandum in support of Plaintiffs' claim for injunctive relief, while
16 Mr. Ramallo took the lead role in preparing the reply memorandum. Ms. Martin and I were
17 principally responsible for drafting the findings of fact and reviewing the factual record.

18 103. On April 29, 2020, the Court found all Defendants liable for violation of
19 the UCL. The Court made its own sixty findings of fact, substantially agreeing with Plaintiffs'
20 proposed findings. The Court also granted Plaintiffs injunctive relief, enjoining Defendants and
21 any third party acting in concert with Defendants from entering or attempting to enter a Planned
22 Parenthood conference, office or health center by misrepresenting their identity or purpose and
23 recording a private meeting or conversation.

24 104. On May 26, 2020, Defendants filed their 83-page Joint Post-Judgment
25 Motions. Plaintiffs filed a 70-page successful opposition to Defendants' motion, with Mr. Mayer
26 taking the lead role in drafting and editing. As with the motion on injunctive relief, in our
27 opposition to Defendants' post-trial motion we provided a document with hyperlinks to the trial
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1 record in support of our memorandum. On August 19, 2020, the Court denied Defendants'
2 motion.

3 **X. PHASE NINE: FEES AND COSTS MOTION**

4 105. The final phase of the trial is the assembly of Plaintiffs' bill of costs and
5 motion to recover non-statutory costs and attorneys' fees as prevailing party. Because of his
6 experience in working on fee motions, Mr. Mayer played an active role in organizing the
7 preparation of this motion for attorneys' fees. Mr. Diton drafted the legal memorandum, which
8 was edited by Mr. Mayer. Because of my role in the case from the inception, I took on the lead
9 role in drafting the instant declaration. Ms. Martin compiled the bill of costs and its supporting
10 documentation. In addition, I reviewed my own time records, categorized them into the various
11 phases, identified appropriate write-offs in the exercise of billing judgment. Through September
12 4, I spent 64.4 hours on the attorneys' fee motion.

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XI. MEET AND CONFER

106. As required by Civil Local Rule 54-5(b)(1), counsel for Plaintiffs met and conferred with counsel for Defendants on September 4, 2020 in an attempt to resolve any disputes with respect to Plaintiffs' fee request. While Defendants' counsel noted it would be difficult to argue that Plaintiffs were not entitled to recover their fees and costs, the parties were unable to agree on the amount of fees and costs Plaintiffs should be awarded.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 18th day of September 2020 in San Francisco, CA.

/s/ Amy L. Bomse

AMY L. BOMSE

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ECF ATTESTATION

In accordance with Civil Local Rule 5-1(i)(3), I attest that concurrence in the filing of this document has been obtained from the signatory.

Dated: September 18, 2020

/s/ Steven L. Mayer
Steven L. Mayer

Exhibit A

Attorney Hours and Fees Through September 4, 2020											
Attorney	Values	Phase 1 - Complaint	Phase 2 - Anti-SLAPP Appeal	Phase 3 - Discovery	Phase 4 - Disqualification	Phase 5 - MSJs	Phase 6 - Pre-Trial	Phase 7 - Trial	Phase 8 - Post-Trial	Phase 9 - Fee Motion	Grand Total
Bomse, Amy L.											
	Hours	265.7	220.7	1335.4	45.4	295.8	478	305	121		3067
	Historic Fees	\$ 197,559	\$ 171,388	\$ 1,091,244	\$ 36,271	\$ 220,055	\$ 411,547	\$ 205,875	\$ 89,945		\$ 2,423,883
	Current Fee Amount	\$ 245,773	\$ 204,148	\$ 1,235,245	\$ 41,995	\$ 273,615	\$ 442,150	\$ 282,125	\$ 111,925		\$ 2,836,975
Diton, Matthew											
	Hours			394.1	8.8	95.2	40.9	31.3	74.2	29.6	674.1
	Historic Fees			\$ 231,503	\$ 5,261	\$ 66,194	\$ 28,630	\$ 21,910	\$ 60,427	\$ 24,124	\$ 438,048
	Current Fee Amount			\$ 321,192	\$ 7,172	\$ 77,588	\$ 33,334	\$ 25,510	\$ 60,473	\$ 24,124	\$ 549,392
Feldshon, Arielle Z.											
	Hours			470.1		51.2	247.9	409.8	109.5	69.4	1357.9
	Historic Fees			\$ 256,763		\$ 28,096	\$ 140,064	\$ 231,537	\$ 71,999	\$ 46,845	\$ 775,302
	Current Fee Amount			\$ 317,318		\$ 34,560	\$ 167,333	\$ 276,615	\$ 73,913	\$ 46,845	\$ 916,583
Ferrer, Jerome E.											
	Hours	73	4.9	604.2		148.9	247.7	306.7	161	4.6	1551
	Historic Fees	\$ 25,915	\$ 1,768	\$ 234,235		\$ 58,807	\$ 97,842	\$ 121,147	\$ 64,895	\$ 1,863	\$ 606,470
	Current Fee Amount	\$ 29,565	\$ 1,985	\$ 244,701		\$ 60,305	\$ 100,319	\$ 124,214	\$ 65,205	\$ 1,863	\$ 628,155
Kamras, Jeremy T.											
	Hours			775.9	29.1	46.1	228	494.3	106.7	11	1691.1
	Historic Fees			\$ 697,832	\$ 24,118	\$ 44,262	\$ 220,020	\$ 477,000	\$ 107,506	\$ 11,165	\$ 1,581,901
	Current Fee Amount			\$ 787,539	\$ 29,537	\$ 46,792	\$ 231,420	\$ 501,715	\$ 108,301	\$ 11,165	\$ 1,716,467
Martin, Meghan C.											
	Hours			1480.1		225.5	517.7	504.5	126	47.7	2901.5
	Historic Fees			\$ 698,327		\$ 111,531	\$ 256,262	\$ 249,728	\$ 67,795	\$ 24,522	\$ 1,408,163
	Current Fee Amount			\$ 806,655		\$ 122,898	\$ 282,147	\$ 274,953	\$ 68,670	\$ 25,997	\$ 1,581,318
Mayer, Steven L.											
	Hours		154.8		33.2	253.3	141.2	104.5	138.4	11.7	837.1
	Historic Fees		\$ 179,213		\$ 38,512	\$ 309,026	\$ 172,264	\$ 127,490	\$ 175,832	\$ 14,976	\$ 1,017,313
	Current Fee Amount		\$ 198,144		\$ 42,496	\$ 324,224	\$ 180,736	\$ 133,760	\$ 177,152	\$ 14,976	\$ 1,071,488
Mayo, Sharon D.											
	Hours	253.6	44.1	656.5		41.8	292.4	426.4	71.7	14	1800.5
	Historic Fees	\$ 212,612	\$ 38,433	\$ 613,029		\$ 40,801	\$ 290,923	\$ 424,268	\$ 77,471	\$ 15,190	\$ 1,712,726
	Current Fee Amount	\$ 275,156	\$ 47,849	\$ 712,303		\$ 45,353	\$ 317,254	\$ 462,644	\$ 77,795	\$ 15,190	\$ 1,953,543
Ramallo, Oscar											
	Hours					137.6	209.6	104.4	109.7	9.3	570.6
	Historic Fees					\$ 119,024	\$ 181,304	\$ 90,306	\$ 99,107	\$ 8,463	\$ 498,204
	Current Fee Amount					\$ 125,216	\$ 190,736	\$ 95,004	\$ 99,827	\$ 8,463	\$ 519,246
Sterk, Diana											
	Hours			1154.1		279	421.7	570.4		4.9	2430.1
	Historic Fees			\$ 961,818		\$ 238,545	\$ 362,091	\$ 487,692		\$ 4,459	\$ 2,054,605
	Current Fee Amount			\$ 1,352,221		\$ 326,895	\$ 494,092	\$ 668,319		\$ 4,721	\$ 2,846,247
Trotter, Rhonda											
	Hours			398.1		75.7	552.4	458.8	44.7	9.5	1539.2
	Historic Fees			\$ 416,015		\$ 79,107	\$ 577,258	\$ 479,446	\$ 50,891	\$ 10,925	\$ 1,613,641
	Current Fee Amount			\$ 457,815		\$ 87,055	\$ 635,260	\$ 527,620	\$ 51,405	\$ 10,925	\$ 1,770,080
Yee, Kinson											
	Hours	118.3	9.1	713.1	9.3	91.4	207.4	162.5	106.4	60.2	1477.7
	Historic Fees	\$ 39,631	\$ 3,185	\$ 265,927	\$ 3,255	\$ 35,146	\$ 79,849	\$ 62,563	\$ 41,422	\$ 23,478	\$ 554,454
	Current Fee Amount	\$ 46,137	\$ 3,549	\$ 278,109	\$ 3,627	\$ 35,646	\$ 80,886	\$ 63,375	\$ 41,496	\$ 23,478	\$ 576,303
Ratakonda, Mai											
	Hours			103.4		16.2	20.4	100.7			240.7
	Historic Fees			\$ 94,094		\$ 14,742	\$ 18,564	\$ 91,637			\$ 219,037
	Current Fee Amount			\$ 94,094		\$ 14,742	\$ 18,564	\$ 91,637			\$ 219,037
Parker, Beth											
	Hours	324.25		356	19.5	52.7	96	240			1088.45
	Historic Fees	\$ 282,098		\$ 341,760	\$ 19,695	\$ 55,862	\$ 101,760	\$ 254,400			\$ 1,055,575
	Current Fee Amount	\$ 361,539		\$ 396,940	\$ 21,743	\$ 58,761	\$ 107,040	\$ 267,600			\$ 1,213,622
Total Hours		1034.85	433.6	8441	145.3	1810.4	3701.3	4219.3	1169.3	271.9	21226.95
Total Historic Fees		\$ 757,814	\$ 393,986	\$ 5,902,544	\$ 127,112	\$ 1,421,194	\$ 2,938,377	\$ 3,324,997	\$ 907,288	\$ 186,010	\$ 15,959,319
Total Current Fee Amount		\$ 958,169	\$ 455,674	\$ 7,004,129	\$ 146,569	\$ 1,633,648	\$ 3,281,269	\$ 3,795,089	\$ 936,161	\$ 187,746	\$ 18,398,453
25% Discount of Current Fees		\$ 718,627	\$ 341,755	\$ 5,253,097	\$ 109,927	\$ 1,225,236	\$ 2,460,952	\$ 2,846,317	\$ 702,120	\$ 140,810	\$ 13,798,840

Exhibit B

PPFA v. CMP
List of Depositions

Deposition	Responsible Attorney
02-05-2019 Deposition of James Holman	Diana Sterk
02-12-2019 Deposition of Gene Boyett (PP NorCal 30(b)(6))	Jeremy Kamras
02-13-2019 Deposition of Kevin Paul (PPRM 30(b)(6))	Sharon Mayo/Meghan Martin
03-05-2019 Deposition of Jenna Tosh (PPCCC 30(b)(6))	Rhonda Trotter
03-06-2019 Deposition of Franklin Rosado (PPFA 30(b)(6))	Jeremy Kamras
03-08-2019 Deposition of Krista Noah (PPFA 30(b)(6))	Diana Sterk
03-13-2019 Deposition of Troy Newman	Sharon Mayo
03-14-2019 Deposition of Albin Rhomberg	Diana Sterk
03-19-2019 Deposition of Jeffrey Palmer (PPGC 30(b)(6))	Diana Sterk
03-20-2019 Deposition of Melissa Farrell	Sharon Mayo/Meghan Martin
03-21-2019 Deposition of Tram Nguyen	Diana Sterk
03-22-2019 Deposition of Annamarie Davin	Jeremy Kamras
03-22-2019 Deposition of Kathleen Bryan	Tommy Huynh
03-22-2019 Deposition of Linda Pahl (PPLA 30(b)(6))	Rhonda Trotter
03-26-2019 Deposition of Brandon Minow	Meghan Martin
03-27-2019 Deposition of Adrian Lopez	Diana Sterk
03-27-2019 Deposition of Sheri Bonner (PPPSGV 30(b)(6))	Matt Diton
03-28-2019 Deposition of Francis Pickford (PPPSW 30(b)(6))	Jeremy Kamras
04-02-2019 Deposition of Deborah Nucatola	Jeremy Kamras
04-03-2019 Deposition of Deborah VanDerhei	Amy Bomse

PPFA v. CMP
List of Depositions

Deposition	Responsible Attorney
04-9-2019 Deposition of Mary Gatter	Amy Bomse
04-10-2019 Deposition of Andrew Moore	Meghan Martin
04-11-2019 Deposition of Dorothy Furgerson	Diana Sterk
04-11-2019 Deposition of Peter Robbio	Jeremy Kamras
04-12-2019 Deposition of Greg Mueller	Jeremy Kamras
04-12-2019 Deposition of Perrin Larton	Meghan Martin
04-15-2019 Deposition of Ryan Gonzalez	Amy Bomse/Arielle Feldshon
04-16-2019 Deposition of David Daleiden	Rhonda Trotter/Diana Sterk
04-17-2019 Deposition of David Daleiden (CMP 30(b)(6))	Rhonda Trotter/Diana Sterk
04-18-2019 Deposition of Michelle Syzmanski (PPMM 30(b)(6))	Matt Diton
04-18-2019 Deposition of Sandra Merritt	Sharon Mayo/Meghan Martin
04-19-2019 Deposition of Sandra Merritt	Sharon Mayo/Meghan Martin
04-26-2019 Deposition of Jonathan Perkins	Sharon Mayo
04-29-2019 Deposition of James Wood	Diana Sterk
04-30-2019 Deposition of David Cohen	Amy Bomse
05-01-2019 Deposition of Brian Prendergast	Diana Sterk
05-02-2019 Deposition of Paul Zimmer	Amy Bomse
05-04-2019 Deposition of John Horst	Jeremy Kamras
05-09-2019 Deposition of Jon Dunn (PPOSBC 30(b)(6))	Sharon Mayo
05-10-2019 Deposition of Elizabeth Eccher	Amy Bomse

PPFA v. CMP
List of Depositions

Deposition	Responsible Attorney
05-11-2019 Deposition of Brianna Baxter	Sharon Mayo
05-16-2019 Deposition of Forrest Smith	Amy Bomse
05-20-2019 Deposition of Albin Rhomberg (Day 2)	Jeremy Kamras
05-20-2019 Deposition of Emily Schiffrin (PPFA 30(b)(6))	Jeremy Kamras
05-20-2019 Deposition of Nichelle Davis	Sharon Mayo
05-20-2019 Deposition of Ondrej Krehel	Jeremy Kamras
05-28-2019 Deposition of Philip Cronin	Amy Bomse
05-28-2019 Deposition of Theresa Deisher	Rhonda Trotter
05-29-2019 Deposition of Jennifer Kerns	Rhonda Trotter
05-30-2019 Deposition of Katharine Sheehan	Jeremy Kamras
06-27-2019 Deposition of Danny Coulson	Rhonda Trotter
08-16-2019 Deposition of Julia Kohn	Jeremy Kamras
09-19-2019 Deposition of Brandon Minow (Day 2)	Sharon Mayo
09-19-2019 Deposition of Greg Regan	Jeremy Kamras
10-11-2019 Deposition of Janet Smith	Rhonda Trotter
10-30-2019 Deposition of Linda Tracy	Diana Sterk

Exhibit C

PPFA v. CMP
List of Trial Witnesses

Deposition	Responsible Attorney
Jenna Tosh	Amy Bomse
Sandra Merritt	Sharon Mayo
Adrian Lopez	Amy Bomse
Albin Rhomberg	Jeremy Kamras
Melissa Fowler	Amy Bomse
Dr. Tom Moran	Diana Sterk
Dr. Leslie Drummond-Hay	Sharon Mayo
Sheri Bonner	Amy Bomse
Nichelle Davis	via videotape - Sharon Mayo
Dr. Mary Gatter	Amy Bomse
Jon Dunn	Sharon Mayo
Dr. Deborah Nucatola	Jeremy Kamras
Deborah Vanderhei	via videotape -Amy Bomse
Jeffrey Palmer	Amy Bomse
Melissa Farrell	via videotape - Sharon Mayo
Bonnie Smith	Diana Sterk
Tram Nguyen	via videotape - Diana Sterk
Melvin Galloway	Jeremy Kamras
Jennifer Castle	Amy Bomse
June Gupta	Diana Sterk

PPFA v. CMP
List of Trial Witnesses

Deposition	Responsible Attorney
David Daleiden	Rhonda Trotter
Phil Cronin	via videotape - Amy Bomse
Vicky Graziani	Diana Sterk
Michelle Davidson	Amy Bomse
David Cohen	Amy Bomse
Kevin Paul	Sharon Mayo
Greg Regan	Jeremy Kamras
Brandon Minow	Sharon Mayo
Greg Mueller	via videotape - Jeremy Kamras
Perrin Larton	Amy Bomse
Linda Tracy	Diana Sterk
Michael New	Amy Bomse
Kathleen Bryan	via videotape - Tommy Hunyh
Paul Zimmer	Jeremy Kamras
Jonathan Perkins	Sharon Mayo